## IN THE CLAIMS:

Please add new claims 21 - 24, cancel claims 4, 5, 7, 11 and 17 and amend claims 1, 2, 3 and 16 to read as follows:

- 1. (Currently Amended) A bioadhesive, film-forming composition for application to mammalian skin, said composition comprising a homogeneous dispersion of:
- a) from about 0.3% to about 10% by weight of the total composition, of a graft Copolymer, comprising a hydrophilic polymer main chain comprising monomeric units, some of which have acidic groups, and a hydrophobic polymeric side chain comprising polystyrene;
- b) from about 0 to about 75% of water soluble polymer
  by weight, based on the combined weights of the water
  soluble polymer and the graft Copolymer;
  a thermoplastic graft copolymer, said graft copolymer being
  a reaction product of:
- (1) a polystyrene macromonomer having an ethylenically unsaturated functional group, and
- (2) at least one hydrophilic acidic monomer having an ethylenically unsaturated functional group;

wherein the weight percent of the polystyrene

macromonomer in the graft copolymer is between about 1 and
about 20%, and the weight percent of the total hydrophilic

monomer in the graft copolymer is between 80 and 99%,
wherein at least about 10% of said total hydrophilic monomer
is acidic, said graft copolymer when fully hydrated having
an equilibrium water content of at least 90%;

in

e) b) one or more hydrophilic, water based or

hydrophobic carriers or a mixture of the same selected from

the group consisting of a solution, emulsion, dispersion,

lotion, cream, petrolatum and a wax-based preparation;

wherein the composition is in the form of a homogeneous and stable gel;

whereby said composition forms a hydrophilic but water insoluble bloadherent polymeric film upon application to the skin.

2. (Currently Amended) The film-forming composition of Claim 1, wherein said composition comprises from about 0.3 to about 5% by weight of the graft Copolymer copolymer.

- 3. (Currently Amended) The composition of Claim 1, comprising from about 0.3% Copolymer copolymer to about 3% Copolymer copolymer.
  - 4. 5. (Canceled).
- 6. (Original) The film-forming composition of Claim 1, further comprising a biologically active agent.
  - 7. (Canceled)
- 8. (Original) A method of treatment of mammalian skin comprising applying to the said skin, an effective amount of a composition of Claim 1.
- 9. (Withdrawn) A skin moisturizer comprising the aqueous formulation of Claim 1.
- 10. (Original) The method of claim 8, wherein the method of applying the composition is selected from the group consisting of a spray, a roll-on, immersion, dipping, applying by brush, or spattering.
  - 11. (Canceled).

- 12. (Withdrawn) A foam stabilizer, comprising the composition of Claim 1.
- 13. (Withdrawn) A detergent comprising the foam stabilizer of Claim 12.
- 14. (Withdrawn) A shampoo comprising the foam stabilizer of Claim 12.
- 15. (Withdrawn) A hair conditioner comprising the composition of Claim 1.
- 16. (Currently Amended) A method of treatment of mammalian skin, comprising a transdermal, sustained release of a biologically active agent from the bioadhesive, filmforming composition comprising a homogeneous dispersion of:
- a) from about 0.3% to about 10% by weight of the total composition, of a graft Copolymer, comprising a hydrophilic polymer main chain comprising monomeric units, some of which have acidic groups, and a hydrophobic polymeric side chain comprising polystyrene;

- b) from about 0 to about 75% of water soluble polymer
  by weight, based on the combined weights of the water
  soluble polymer and the graft Copolymer; and
  a thermoplastic graft copolymer, said graft copolymer being
  a reaction product of:
- (1) a polystyrene macromonomer having an ethylenically unsaturated functional group, and
- (2) at least one hydrophilic acidic monomer having an ethylenically unsaturated functional group;

wherein the weight percent of the polystyrene

macromonomer in the graft copolymer is between about 1 and
about 20%, and the weight percent of the total hydrophilic

monomer in the graft copolymer is between 80 and 99%,
wherein at least about 10% of said total hydrophilic monomer
is acidic, said graft copolymer when fully hydrated having
an equilibrium water content of at least 90%; and

e) b) an effective amount of the biologically active agent;

in

d) c) one or more hydrophilic-water based carriers

selected from the group consisting of a solution, emulsion,

dispersion, lotion, cream, petrolatum and a wax-based

preparation or hydrophobic carrier or a mixture of the same;

wherein the composition is in the form of a homogeneous and stable gel;

whereby said composition forms a hydrophilic but water insoluble bio-adherent polymeric film upon application to the skin.

- 17. (Canceled).
- 18. (Original) A face make up, comprising the composition of Claim 1.
- 19. (Withdrawn) A lipstick comprising the composition of Claim 1.
- 20. (Withdrawn) A mascara comprising the composition of Claim 1.
- 21. (New) A method of treatment of mammalian skin with a bio-adhesive, film-forming composition said method comprising the steps of:
  - (a) forming a composition comprising:
  - (1) from about 0.3% to about 10% by weight of the total composition, of a thermoplastic graft

copolymer, said graft copolymer being a reaction product of:

(i) a polystyrene macromonomer having an ethylenically unsaturated functional group, and

(ii) at least one hydrophilic acidic monomer

- having an ethylenically unsaturated functional group;
  wherein the weight percent of the polystyrene
  macromonomer in the graft copolymer is between about 1 and
  about 20%, and the weight percent of the total hydrophilic
  monomer in the graft copolymer is between 80 and 99%,
  wherein at least about 10% of said total hydrophilic monomer
  is acidic, said graft copolymer when fully hydrated having
  an equilibrium water content of at least 90%;
  - (2) one or more hydrophilic water based carriers selected from the group consisting of a solution, emulsion, dispersion, lotion, cream, petrolatum and a wax-based preparation;
  - (b) homogenizing the composition until it forms a homogeneous dispersion; and
  - (c) applying the homogeneous dispersion to the skin;

whereby said homogeneous dispersion forms a hydrophilic but water insoluble bio-adherent polymeric film.

- 22. (New) The method of claim 21, wherein said composition, prior to homogenizing, further comprises a biologically active agent.
- 23. (New) The method of claim 21, further comprising the step of adding a biologically active agent to the homogeneous dispersion.
- 24. (New) The composition of claim 6, wherein said biologically active agent, when delivered transdermally, is effective as a drug for local or systemic activity.